

February 7, 2013

Notice Regarding Conclusion of Share Transfer of SII Nano Technology Inc. and Additional Overview of a Consolidated Subsidiary

Hitachi High-Technologies Corporation (TOKYO: 8036, Hitachi High-Tech), as reported in an earlier release dated December 26, 2012 titled, “Notice Regarding Conclusion of Share Transfer Agreement for Acquisition and Subsequent Consolidation of SII NanoTechnology Inc.,^{*}” concluded a share transfer agreement on December 26, 2012 with Seiko Instruments Inc. (SII) to acquire all shares of SII wholly owned subsidiary SII NanoTechnology Inc. (SII NanoTech) and make it a wholly owned subsidiary.

Hitachi High-Tech announced today that on January 1, 2013, it concluded procedures for a share transfer. The new subsidiary has been renamed Hitachi High-Tech Science Corporation, and the previously undecided acquisition price for this share transfer has now been determined.

At the same time, Hitachi High-Tech would like to take this opportunity to provide an additional overview of SII NanoTechnology USA Inc., a specified subsidiary and one of the three subsidiaries of SII NanoTech involved in the share transfer, as reported in an earlier release dated December 26, 2012 titled, “Notice Regarding Conclusion of Share Transfer Agreement for Acquisition and Subsequent Consolidation of SII NanoTechnology Inc.^{*}” (The other two subsidiaries of SII NanoTech listed in the report were Epolead Service Inc. and SII NanoTechnology (Shanghai) Inc.)

^{*}“Notice Regarding Conclusion of Share Transfer Agreement for Acquisition and Subsequent Consolidation of SII NanoTechnology Inc.”
<http://www.hitachi-hitec.com/global/whatsnew/2012/nr20121226.pdf>

1. Additional Overview of a Consolidated Subsidiary

(1) Shareholding prior to transfer	0 shares (No. of voting rights: 0) (Ownership: 0.0%)
(2) Number of shares acquired	60,000 shares (No. of voting rights: 60,000) (Percentage of issued shares: 100.0%) (Acquisition price: ¥8,636 million [common shares ¥8,488 million, due diligence and other relevant expenses ¥148 million])
(3) Shareholding after transfer	60,000 shares (No. of voting rights: 60,000) (Ownership: 100.0%)

2. Overview of the Subsidiary Transferred

(1) Name	Hitachi High-Technologies Science America Inc. (HHS-US) (formally, SII NanoTechnology USA Inc.)			
(2) Location	19865 Nordoff Street, Northridge, CA 91324, U.S.A			
(3) Representative	Masaharu Kawamura, President			
(4) Business lines	Development, manufacturing and sales of X-ray detectors.			
(5) Capital	US\$13.5 million			
(6) Date of establishment	June 17, 2005			
(7) Principal shareholders and ownership	Hitachi High-Tech Science Corporation 100%			
(8) Relationship between Hitachi High-Tech	Capital relationships	Hitachi High-Tech indirectly owns all shares of HHS-US.		
	Personal relationships	One employee from Hitachi High-Tech and one executive officer and two employees from companies affiliated with Hitachi High-Tech are either serving concurrently or have been seconded as directors of HHS-US.		
	Transactional relationships	No noteworthy transactional relationships exist between Hitachi High-Tech and HHS-US. Similarly, no noteworthy transactional relationships exist between individuals associated with Hitachi High-Tech and individuals or affiliated companies associated with HHS-US. Some subsidiaries of Hitachi High-Tech, however, are involved in product sales and wholesale transactions with HHS-US.		
(9) Three-year operating results and financial condition for the subsidiary to be transferred				
	Years ended Mar. 31	2010	2011	2012
Total net assets		4,276 million yen	4,338 million yen	4,372 million yen
Total assets		21,485 million yen	18,535 million yen	17,127 million yen
Shareholders' equity per share		71,271 yen	72,302 yen	72,873 yen
Net sales		15,222 million yen	15,576 million yen	15,533 million yen
Operating income		-594 million yen	43 million yen	-60 million yen
Ordinary income		125 million yen	470 million yen	539 million yen
Net income		247 million yen	258 million yen	174 million yen
Net income per share		4,126 yen	4,305 yen	2,909 yen
Cash dividend per share		—yen	—yen	—yen

Note:

1. Based on information after the transfer (as of Jan.1, 2013).
2. Operating results and financial condition is a sum of SII NanoTech and its 3 subsidiaries (Epolead Service Inc., SII NanoTechnology USA Inc., SII NanoTechnology (Shanghai) Inc.) since there are no consolidated numerical data in SII NanoTech.
3. 13 months data is applied for the year ended Mar. 31, 2010 for SII NanoTech and Epolead Service Inc.,
4. The end of Dec. is the settlement day for SII NanoTechnology USA Inc. and SII NanoTechnology (Shanghai) Inc.

3. Future Outlook

Hitachi High-Tech expects this share acquisition to have only a negligible impact on its consolidated business forecasts for the fiscal year ending March 31, 2013.

For further information contact:

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